

EXHIBIT A

PHILLIPS, GOLDMAN & SPENCE, P.A.

INVOICES BY TIME AND INDIVIDUAL

**FOR THE TIME PERIOD
FEBRUARY 1, 2006
THROUGH FEBRUARY 28, 2006**

Phillips, Goldman & Spence, P.A.
1200 N. Broom Street
Wilmington, DE 19806
(302) 655-4200
EI #: 51-0328786

March 20, 2006

Orrick, Herrington & Sutcliffe, LLP
Washington Harbour
3050 K Street, N.W.
Washington DC 20007--5135

File WRG-AUS/JCP
Invoice number 61432

Re: W. R. Grace & Co.
David T. Austern
Case No.: 01-01139 (RLB)

Subtotal for FEES only:	02/28/06	\$6,008.50
Subtotal for COSTS only:	02/28/06	\$469.08
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CURRENT PERIOD FEES AND COSTS:		02/28/06 \$6,477.58

Please remit duplicate copy with payment. Thank you.

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March 20, 2006

Orrick, Herrington & Sutcliffe, LLP

File WRG-AUS/JCP
Invoice number 61432

Re: W. R. Grace & Co.
David T. Austern

SERVICES	HOURS	AMOUNT
CASE ADMINISTRATION	0.7	98.00
LITIGATION	10.4	3,900.00
FEE/EMPLOYMENT APPLICATIONS	10.5	2,010.50
Subtotal for FEES only: 02/28/06	21.6	\$6,008.50

RATE	SUMM	HOURS				
375.00	JCP	12.70	12.70	4,762.50	0.00	0.00
140.00	CAH	8.90	8.90	1,246.00	0.00	0.00
Totals		21.60	21.60	6,008.50	0.00	0.00

Sort Fields:

Grouping code

(Paginate)

Client code

(Subtotals)

Actual employee code

Transaction date

Range Fields:

Client code

Invoice Number

I WRG - WRG
I 61432 - 61432

Act	Trans	Emp	Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	WRG	WRG	CAH	02/01/06 Update docket to system.	0.30	42.00	Ca
WRG	WRG	WRG	CAH	02/07/06 Update docket to system.	0.20	28.00	
WRG	WRG	WRG	CAH	02/09/06 Update docket to system.	0.20	28.00	

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WRG	C1 Code	Description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd

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WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/27/06	Scan file and serve January Fee Application for Phillips, Goldman & Spence.	0 .30	42.00	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/04/06	Review of, revise and execute Phillips, Goldman & Spence 19th Monthly Fee Application; conference with Celeste A. Hartman.	0 .30	112.50	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/10/06	Review of, revise and execute Phillips, Goldman & Spence 7th Quarterly Fee Application; conference with Confirmation Hearing.	0 .40	150.00	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/11/06	Review of and revise January 2006 prebil.	0 .20	75.00	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/14/06	Review of, revise and execute CIBC's 19th Monthly Fee Application; conference with Celeste A. Hartman.	0 .20	75.00	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/15/06	Review of and execute Towers Perrin's (FCR's actuarial consultant) 6th and 7th Monthly Fee Applications; conference with Celeste A. Hartman.	0 .30	112.50	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/17/06	Review of and execute Swidler Berlin's 19th Monthly Fee Application; review of and execute Towers Perrin's (FCR's actuarial) 1st, 2nd, 3rd and 4th Quarterly Fee Application Notices; conference with Celeste A. Hartman.	0 .50	187.50	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/20/06	Review of and execute CIBC's 19th Monthly Fee Application.	0 .10	37.50	

WRG	FEE/EMPLOYMENT APPLICATIONS	JCP	02/27/06	Review of, revise and execute Phillips, Goldman & Spence 20th Monthly Fee Application; conference with Celeste A. Hartman.	0 .30	112.50	

WRG	Doc	12109-3	Filed JRG					

Cl. Code Grouping	code description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION	JCP	02/01/06	Review of miscellaneous pleadings and Orders; review of Debtors' Motion to Dismiss State of Montana's appeal; review of Debtors' Counter Statement of Issues on Appeal.	0.50	187.50	Li
WRG	LITIGATION	JCP	02/02/06	Letter from counsel for Plaintiff to #U Buckwalter; review of Montana's Order in Debtors' Motion to Dismiss; review of 1/24/05 Hearing Transcript.	0.50	187.50	
WRG	LITIGATION	JCP	02/03/06	Review of Stipulation between Debtors and Speights and Runyan re: Withdrawal of Certain Property Damage Claims; review of 1/31/06 Amended Personal Injury CMO; review of miscellaneous pleadings.	0.30	112.50	
WRG	LITIGATION	JCP	02/04/06	Review of Personal Injury Committee's Designation of Non-Expert Witnesses for Personal Injury Estimation Hearing; review of Debtors' Non-Expert Witness List for Personal Injury Estimation Hearing.	0.20	75.00	
WRG	LITIGATION	JCP	02/06/06	Review Certification of Counsel re: Amended Stipulation as to Claims of National Union (.2); review of Property Damage Committee's Non-Expert Witnesses re: Personal Injury Estimation (.1); review of Debtors' Supplemental Brief re: Choice of Law (.2); review of Debtors' Supplemental Brief re: Dismissal of Speights and Runyan Claims (.1); review of miscellaneous pleadings (.1).	0.70	262.50	
WRG	LITIGATION	JCP	02/07/06	Review of Debtors' Supplemental Brief re: 2 Prudential Claims (.3); review of Anderson's Further Memo in Opposition to Debtors' 13th Objection (.2); review of 1/30/06 Hearing Transcript; review of 1/25/05 Hearing Transcript (.2); review of miscellaneous pleadings and 2 Orders (.2).	0.90	337.50	
WRG	LITIGATION	JCP	02/09/06	Review of miscellaneous pleadings re: Libby Plaintiffs' appeal and Debtors' Motion to Dismiss.	0.20	75.00	
WRG	LITIGATION	JCP	02/10/06	Letter from counsel for Debtor to Judge Buckwalter.	0.10	37.50	
WRG	LITIGATION	JCP	02/13/06	Review of Montana's Response to Debtors' Motion to Extend Exclusivity (.2); review of Debtors' Supplemental Brief re: Motion to Dismiss Libby Plaintiffs' Appeal (.2); review of Debtors' Motion for Extension of Time to respond to Libby Plaintiffs' Opening Brief on Merits (.3); review of Libby Plaintiffs' Opening Brief (.2); review of miscellaneous pleadings (.1).	1.00	375.00	
WRG	LITIGATION	JCP	02/14/06	Review of Debtors' Status Report on Progress of the Case (.5); review of Order denying suspension of Libby briefing (.2).	0.70	262.50	
WRG	LITIGATION	JCP	02/15/06	Review of Agenda for 2/21/06 Hearing; review of Property Damage Committee's Motion to Compel.	0.30	112.50	

WRG	CL Code Grouping	code description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION		JCP	02/16/06	Review of miscellaneous pleadings and Order; review of Property Damage Committee's Motion to Shorten Notice and Schedule Hearing on Motion to Compel; review of Order Denying Property Damage Committee's Motion to Shorten; review of Order Establishing Briefing Schedule re: Motion to Compel.	0.40	150.00	Li.
WRG	LITIGATION		JCP	02/17/06	Review of miscellaneous pleadings and Order; review of Amended Notice of Deposition of Dr. Oaks; review of Amended Agenda for 2/21/06 Hearing.	0.30	112.50	
WRG	LITIGATION		JCP	02/21/06	Review of miscellaneous pleadings and Order (.2); review of Libby Claxton's Motion for Payment of Expenses (.2); review of Debtor's Motion for Discovery from Dr. Alan Whitehouse (voluminous) (.4); review of Response to Mount Carmel Academy to Debtors' 15th Omnibus Objection (voluminous) (.4); review of Debtors' Motion to Extend and Modify DIP Financing (.2); court appearance re: Omnibus Hearing; conference with Roger Frankel (2.0).	3.40	1,275.00	
WRG	LITIGATION		JCP	02/23/06	Review of miscellaneous pleadings and Order; e-mail from Rick Wyron.	0.20	75.00	
WRG	LITIGATION		JCP	02/24/06	Review of miscellaneous pleadings and 4 Orders; review of Order Modifying Personal Injury CPO.	0.20	75.00	
WRG	LITIGATION		JCP	02/25/06	Review of miscellaneous pleadings.	0.10	37.50	
WRG	LITIGATION		JCP	02/27/06	Review of 2/21/06 Hearing Transcript.	0.30	112.50	
WRG	LITIGATION		JCP	02/28/06	Review of miscellaneous pleadings.	0.10	37.50	
						10.40	3,900.00	
						10.40	3,900.00	

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WRG	C1 Code	Grouping code description	Act Trans Emp Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
	FEE / EMPLOYMENT APPLICATIONS	CAH 02/27/06 Scan file and serve January Fee Application for Phillips, Goldman & Spence.			0.30	42.00	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/04/06 Review of, revise and execute Phillips, Goldman & Spence 19th Monthly Fee Application; conference with Celeste A. Hartman.			8.20	1,148.00	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/10/06 Review of, revise and execute Phillips, Goldman & Spence 7th Quarterly Fee Application; conference with Confirmation Hearing.			0.40	150.00	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/11/06 Review of and revise January 2006 prebil.			0.20	75.00	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/14/06 Review of, revise and execute CIBC's 19th Monthly Fee Application; conference with Celeste A. Hartman.			0.20	75.00	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/15/06 Review of and execute Towers Perrin's (FCR's actuarial consultant) 6th and 7th Monthly Fee Applications; conference with Celeste A. Hartman.			0.30	112.50	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/17/06 Review of and execute Swidler Berlin's 19th Monthly Fee Application; review of and execute Towers Perrin's (FCR's actuarial) 1st, 2nd, 3rd and 4th Quarterly Fee Application Notices; conference with Celeste A. Hartman.			0.50	187.50	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/20/06 Review of and execute CIBC's 19th Monthly Fee Application.			0.10	37.50	
	FEE / EMPLOYMENT APPLICATIONS	JCP 02/27/06 Review of, revise and execute Phillips, Goldman & Spence 20th Monthly Fee Application; conference with Celeste A. Hartman.			0.30	112.50	
					2.30	862.50	
					10.50	2,010.50	
					21.60	6,008.50	

14 records printed.

WRG	C1 Code Grouping code description	Act	Trans	Billable Hours	Billable Dollars	Grid
	Emp	Date	Transaction description	Cd	Dollars	Grid
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/02/06 Draft December Fee Application for Phillips, Goldman & Spence.	0.80	112.00	fa
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/02/06 Respond to e-mails; phone conference with R. Meade about filing Fee Application (1.2); download and file December Fee Application for Swidler Berlin (1.4).	0.60	84.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/06/06 Scan file and serve Quarterly Fee Application	0.30	42.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/10/06 Draft 7th Quarterly Fee Application for Phillips, Goldman & Spence.	1.10	154.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/10/06 Scan file and serve 7th Quarterly Fee Application for Phillips, Goldman & Spence.	0.40	56.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/14/06 Download and format CIBC's December Fee Application; forward to John C. Phillips, Jr. to execute.	0.30	42.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/14/06 Scan file and serve CIBC December Fee Application.	0.30	42.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/15/06 E-mail to Orrick Harrington (2x) about Towers Perrin fee filings.	0.20	28.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/15/06 Download and format Certificate of No Objection for Towers Perrin November Fee Application; forward to John C. Phillips, Jr. for execution.	0.20	28.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/15/06 Scan file and serve Certificate of No Objection for November Fee Application and December Fee Application for Towers Perrin.	0.40	56.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/17/06 Format and download Quarterly Applications for Towers Perrin and forward to John C. Phillips, Jr. to execute.	0.60	84.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/17/06 Download and print Certificate of No Objection for Swidler Berlin's November Fee Application; forward to John C. Phillips, Jr. to execute.	0.20	28.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/20/06 Scan remaining portions of Towers Perrin 1st through 4th Quarterly Fee Applications; file and serve same.	0.80	112.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/20/06 Scan, file and serve Certificate of No Objection for Swidler Berlin's November Fee Application.	0.20	28.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/20/06 Draft Notice and Certificate of Service; scan, file and serve CIBC's December Fee Application after review and execution by John C. Phillips, Jr.	0.40	56.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/22/06 Reconcile check received to invoices and Fee Applications.	0.30	42.00	
WRG	FEE/EMPLOYMENT APPLICATIONS	CAH	02/27/06 Format invoice for January & draft Fee Application for Phillips, Goldman & Spence.	0.80	112.00	

EXHIBIT B

PHILLIPS, GOLDMAN & SPENCE, P.A.

EXPENSE RECORDS

**FOR THE TIME PERIOD
FEBRUARY 1, 2006
THROUGH FEBRUARY 28, 2006**

March 20, 2006

Orrick, Herrington & Sutcliffe, LLP

File WRG-AUS/JCP
Invoice number 61432

Re: W. R. Grace & Co.
David T. Austern

COSTS ADVANCED

02/01/06 Federal Express	168.07
02/06/06 Postage	27.81
02/06/06 Photocopies	219.20
02/27/06 Check No.: 30360 - John C. Phillips, Jr. - Court call expense to telephonic appearance.	50.00
02/27/06 Check No.: 30360 - John C. Phillips, Jr. - parking.	4.00

Subtotal for COSTS only: 02/28/06	\$469.08
